

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

IN RE

VISA CHECK/MASTERMONEY ANTITRUST LITIGATION

MASTER FILE NO.
CV-96-5238
(Gleeson, J.) (Orenstein M.J.)

This Document Relates To:
All Actions

DECLARATION OF AMIANNA STOVALL

Pursuant to 28 U.S.C. § 1746, I declare as follows:

1. I am an attorney admitted to practice in the State of New York and the United States District Court for the Eastern District of New York. I am a partner in Constantine Cannon LLP, Co-Lead Counsel along with Hagens Berman Sobol Shapiro LLP (together, “Lead Counsel”) for the Plaintiff Class in this action. This declaration is submitted in support of Lead Counsel’s Reply Memorandum in Response to the Objection of MasterCard International Incorporated (“MasterCard”) To Proposed Order Regarding Securitization in connection with Lead Counsel’s Motion To Approve The Securitization Of The MasterCard Settlement Account Payments (the “Securitization Motion”). I am fully familiar with the facts set forth herein.

2. Lead Counsel sought to resolve MasterCard's objection with respect to Lead Counsel's [Proposed] Order Approving Securitization Of MasterCard Settlement Account Payments (the "Proposed Order"), previously submitted as Exhibit N to the Declaration of Robert L. Begleiter, dated March 5, 2009, in connection with the Securitization Motion, a true and correct copy of which is annexed hereto as Exhibit A.

3. In that regard, I emailed and spoke with Joseph F. Tringali, counsel for MasterCard, on at least two separate occasions with regard to Lead Counsel's suggested

amendment to the Proposed Order, however, Lead Counsel's amendment was unsatisfactory to MasterCard.

4. Annexed hereto as Exhibit B is a true and correct copy of an email from Robert L. Begleiter to Joseph F. Tringali, counsel for MasterCard, dated February 19, 2009.

5. Annexed hereto as Exhibit C is a true and correct copy of an email string between Messrs. Tringali and Begleiter, dated between February 25 and March 5, 2009.


6. Annexed hereto as Exhibit D is a true and correct copy of an email from myself to Joseph F. Tringali, dated April 6, 2009.

7. Annexed hereto as Exhibit E is Lead Counsel's [Amended Proposed] Order Approving Securitization Of MasterCard Settlement Account Payments, highlighted to show the amendments.

WHEREFORE, I respectfully request that the Court reject the objection of MasterCard and grant the Securitization Motion.

I declare under penalty of perjury that the forgoing is true and correct to the best of my knowledge.

Dated: New York, New York
April 20, 2009


Amianna Stovall